

**UNITED STATES DISTRICT COURT
DISTRICT OF PUERTO RICO**

In re:

THE FINANCIAL OVERSIGHT AND
MANAGEMENT BOARD FOR PUERTO RICO,

as representative of

THE COMMONWEALTH OF PUERTO RICO, *et al.*,

Debtors.¹

PROMESA

Title III

No. 17 BK 3283-LTS

(Jointly Administered)

Re: ECF No. 2839

**URGENT JOINT MOTION UNDER CASE MANAGEMENT
PROCEDURES SEEKING EXTENSION OF DEADLINES**

To the Honorable United States District Court Judge Laura Taylor Swain:

The Financial Oversight and Management Board for Puerto Rico (the “**Oversight Board**”), as the representative of the Commonwealth of Puerto Rico, the Puerto Rico Sales Tax Financing Corporation, the Puerto Rico Highways and Transportation Authority, the Employees Retirement System of the Government of the Commonwealth of Puerto Rico, and the Puerto Rico Electric Power Authority (collectively, the “**Debtors**”) in this Title III case pursuant to section 315(b) of the *Puerto Rico Oversight, Management, and Economic Stability Act* (“**PROMESA**”),² and the Puerto Rico Fiscal Agency and Financial Advisory Authority (“**AAFAF**”), as the entity authorized

¹ The Debtors in these Title III Cases, along with each Debtor’s respective Title III case number and the last four (4) digits of each Debtor’s federal tax identification number, as applicable, are the (i) Commonwealth of Puerto Rico (Bankruptcy Case No. 17 BK 3283-LTS) (Last Four Digits of Federal Tax ID: 3481); (ii) Puerto Rico Sales Tax Financing Corporation (“COFINA”) (Bankruptcy Case No. 17 BK 3284-LTS) (Last Four Digits of Federal Tax ID: 8474); (iii) Puerto Rico Highways and Transportation Authority (“HTA”) (Bankruptcy Case No. 17 BK 3567-LTS) (Last Four Digits of Federal Tax ID: 3808); (iv) Employees Retirement System of the Government of the Commonwealth of Puerto Rico (“ERS”) (Bankruptcy Case No. 17 BK 3566-LTS) (Last Four Digits of Federal Tax ID: 9686); and (v) Puerto Rico Electric Power Authority (“PREPA”) (Bankruptcy Case No. 17 BK 4780-LTS) (Last Four Digits of Federal Tax ID: 3747). (Title III case numbers are listed as Bankruptcy Case numbers due to software limitations).

² PROMESA is codified at 48 U.S.C. §§ 2101-2241.

under Puerto Rico law to act on behalf of the Debtors pursuant to the authority granted to it under the *Enabling Act of the Fiscal Agency and Financial Advisory Authority*, Act 2-2017, respectfully submit this urgent joint motion for entry of an order, substantially in the form attached hereto as **Exhibit A**, extending the deadline for the Oversight Board and AAFAF to file the *Joint Motion for Entry of an Order Further Amending the Interim Compensation Order* (the “**Motion to Amend**”) in order for the Motion to Amend to be heard at the omnibus hearing on June 6, 2018 (the “**June Omnibus Hearing**”). In support of this motion, the Oversight Board and AAFAF respectfully represent as follows:

BACKGROUND

1. On August 23, 2017, the Court entered the *Order Setting Procedures for Interim Compensation and Reimbursement of Expenses of Professionals* [ECF No. 1150] establishing guidelines for the interim payment of professionals in the Title III cases. On November 8, 2017, the Court entered the *First Amended Order Setting Procedures for Interim Compensation and Reimbursement of Expenses of Professionals* [ECF No. 1715], which set the current procedures by which professionals apply for the reimbursement of fees and expenses incurred in connection with the Title III cases (the “**Interim Compensation Procedures**”).

2. By the Motion to Amend, the Oversight Board and AAFAF seek an order further amending the Interim Compensation Procedures to (a) ensure that professionals comply with Puerto Rico law and (b) increase oversight and transparency in the fee approval process for the benefit of the people of Puerto Rico.

3. Pursuant to Paragraph III.G of the *Fourth Amended Notice, Case Management and Administrative Procedures* [ECF No. 2839] (the “**Case Management Procedures**”), “[p]leadings shall not be considered unless filed and served in accordance with the Case Management Procedures at least twenty-two (22) calendar days before the next applicable hearing date.”

Therefore, May 15, 2018 was the deadline to file pleadings to be considered at the June Omnibus Hearing.

4. Pursuant to Paragraph III.I of the Case Management Procedures, “[t]he deadline to file an Objection (the “**Objection Deadline**”) to any Pleading shall be (i) 4:00 p.m. (Atlantic Standard Time) on the date that is fifteen (15) calendar days before the applicable hearing date or (ii) any date otherwise ordered by the Court.” Therefore, May 22, 2018 was the Objection Deadline.

5. Pursuant to Paragraph III.K of the Case Management Procedures, the deadline to file replies, joinders to an objection, or any statement (the “**Reply Deadline**”), “shall be (i) for all parties other than the Debtors and any statutory committee, 4:00 p.m. (Atlantic Standard Time) on the date that is eight (8) calendar days before the applicable hearing date, (ii) for the Debtors and any statutory committee, 4:00 p.m. (Atlantic Standard Time) on the date that is seven (7) calendar days before the applicable hearing date, or (iii) any date and time otherwise ordered by the Court.” Therefore, the Reply Deadline for the Debtors is currently set for May 30, 2018.

RELIEF REQUESTED

5. By this motion, the Oversight Board and AAFAF request an extension of the applicable deadlines to allow the Motion to Amend to be heard at the June Omnibus Hearing and provide parties with adequate time to object or otherwise respond.

6. The Oversight Board and AAFAF request entry of an order extending the deadlines as follows:

- The deadline for AAFAF to file the Motion to Amend shall be extended to **May 23, 2018**.
- The Objection Deadline shall be extended to **May 30, 2018 at 4:00 p.m. (Atlantic Standard Time)**.

- The Reply Deadline shall be extended to **June 4, 2018 at 4:00 p.m. (Atlantic Standard Time)**.

7. Pursuant to Paragraph I.H of the Case Management Procedures, the Oversight Board and AAFAF hereby certify that they have carefully examined the matter and concluded that there is a true need for an urgent motion; have not created the urgency through any lack of due diligence; have made a bona fide effort to resolve the matter without a hearing; and have made reasonable, good-faith communications in an effort to resolve or narrow the issues that are being brought to the Court.

NOTICE

8. The Oversight Board and AAFAF have provided notice of this motion to: (a) the Office of the United States Trustee for the District of Puerto Rico; (b) the indenture trustees and/or agents, as applicable, for the Debtors' bonds; (c) the entities on the list of creditors holding the 20 largest unsecured claims against COFINA; (d) the statutory committees appointed in these Title III Cases; (e) the Office of the United States Attorney for the District of Puerto Rico; (f) the Puerto Rico Department of Justice; (g) the Other Interested Parties;³ and (h) all parties filing a notice of appearance in these Title III Cases. The Oversight Board and AAFAF submit that, in light of the nature of the relief requested, no other or further notice need be given.

NO PRIOR REQUEST

9. No prior request for the relief sought in this motion has been made to this or any other court.

³ The "Other Interested Parties" include the following: (i) counsel to certain of the insurers and trustees of the bonds issued or guaranteed by the Debtors; and (ii) counsel to certain ad hoc groups of holders of bonds issued or guaranteed by the Debtors.

WHEREFORE the Oversight Board and AAFAF respectfully request the Court to enter an order, substantially in the form attached hereto as **Exhibit A**, (a) granting the motion, and (b) granting such other relief as is just and proper.

Dated: May 23, 2018
San Juan, Puerto Rico

Respectfully submitted,

/s/ Paul V. Possinger

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Exhibit A

Proposed Order

UNITED STATES DISTRICT COURT
DISTRICT OF PUERTO RICO

In re:

THE FINANCIAL OVERSIGHT AND
MANAGEMENT BOARD FOR PUERTO RICO,

as representative of

THE COMMONWEALTH OF PUERTO RICO, *et al.*,

Debtors.¹

PROMESA

Title III

No. 17 BK 3283-LTS

(Jointly Administered)

Re: ECF No. ____.

**ORDER GRANTING URGENT JOINT MOTION UNDER CASE
MANAGEMENT PROCEDURES SEEKING EXTENSION OF DEADLINES**

Upon the *Urgent Joint Motion under Case Management Procedures Seeking Extension of Deadlines* (the “**Urgent Motion**”);² and the Court having found it has subject matter jurisdiction over this matter pursuant to PROMESA section 306(a); and it appearing that venue is proper pursuant to PROMESA section 307(a); and the Court having found that the relief requested in the Urgent Motion is in the best interests of the Debtors, their creditors, and other parties in interest, it is **HEREBY ORDERED THAT:**

1. The Urgent Motion is granted as set forth herein.
2. The deadline for the Oversight Board and AAFAF to file the Motion to Amend is extended to **May 23, 2018.**

¹ The Debtors in these Title III Cases, along with each Debtor’s respective Title III case number and the last four (4) digits of each Debtor’s federal tax identification number, as applicable, are the (i) Commonwealth of Puerto Rico (Bankruptcy Case No. 17 BK 3283-LTS) (Last Four Digits of Federal Tax ID: 3481); (ii) Puerto Rico Sales Tax Financing Corporation (“COFINA”) (Bankruptcy Case No. 17 BK 3284-LTS) (Last Four Digits of Federal Tax ID: 8474); (iii) Puerto Rico Highways and Transportation Authority (“HTA”) (Bankruptcy Case No. 17 BK 3567-LTS) (Last Four Digits of Federal Tax ID: 3808); (iv) Employees Retirement System of the Government of the Commonwealth of Puerto Rico (“ERS”) (Bankruptcy Case No. 17 BK 3566-LTS) (Last Four Digits of Federal Tax ID: 9686); and (v) Puerto Rico Electric Power Authority (“PREPA”) (Bankruptcy Case No. 17 BK 4780-LTS) (Last Four Digits of Federal Tax ID: 3747). (Title III case numbers are listed as Bankruptcy Case numbers due to software limitations).

² Capitalized terms used but not otherwise defined herein have the meanings given to them in the Urgent Motion.

3. The Objection Deadline is extended to **May 30, 2018 at 4:00 p.m. (Atlantic Standard Time)**.

4. The Reply Deadline is extended to **June 4, 2018 at 4:00 p.m. (Atlantic Standard Time)**.

5. This Court retains exclusive jurisdiction with respect to all matters arising from or related to the implementation, interpretation, and enforcement of this Order.

6. This Order resolves docket entry no._____.

SO ORDERED.

Dated: _____, 2018
San Juan, Puerto Rico

LAURA TAYLOR SWAIN
UNITED STATES DISTRICT JUDGE